

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT														
NATURE OF CONVEYANCE:	SECURITY INTEREST														
CONVEYING PARTY DATA															
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <th style="width: 30%;">Name</th> <th style="width: 30%;">Formerly</th> <th style="width: 20%;">Execution Date</th> <th style="width: 20%;">Entity Type</th> </tr> <tr> <td>Skyrocket Toys LLC</td> <td></td> <td>07/08/2011</td> <td>LIMITED LIABILITY COMPANY: CALIFORNIA</td> </tr> </table>	Name	Formerly	Execution Date	Entity Type	Skyrocket Toys LLC		07/08/2011	LIMITED LIABILITY COMPANY: CALIFORNIA							
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RECEIVING PARTY DATA															
<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">Name:</td> <td>Wells Fargo Bank, National Association</td> </tr> <tr> <td>Street Address:</td> <td>333 South Grand Avenue</td> </tr> <tr> <td>Internal Address:</td> <td>Suite 4150</td> </tr> <tr> <td>City:</td> <td>Los Angeles</td> </tr> <tr> <td>State/Country:</td> <td>CALIFORNIA</td> </tr> <tr> <td>Postal Code:</td> <td>90071</td> </tr> <tr> <td>Entity Type:</td> <td>National Association: UNITED STATES</td> </tr> </table>	Name:	Wells Fargo Bank, National Association	Street Address:	333 South Grand Avenue	Internal Address:	Suite 4150	City:	Los Angeles	State/Country:	CALIFORNIA	Postal Code:	90071	Entity Type:	National Association: UNITED STATES	
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PROPERTY NUMBERS Total: 2															
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CORRESPONDENCE DATA															
<p>Fax Number: (818)827-9099</p> <p><i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i></p> <p>Phone: 8188279000</p> <p>Email: agrabell@ebg-law.com, sbroffman@ebg-law.com</p> <p>Correspondent Name: J. Alison Grabell</p> <p>Address Line 1: 21560 Oxnard Street</p> <p>Address Line 2: Suite 500</p> <p>Address Line 4: Woodland Hills, CALIFORNIA 91367</p>															
ATTORNEY DOCKET NUMBER:	2875.015														
NAME OF SUBMITTER:	J. Alison Grabell														

900198507

TRADEMARK
REEL: 004595 FRAME: 0040

CH \$65.00 77944180

Signature:	/J. Alison Grabell/
Date:	08/01/2011
Total Attachments: 2 source=Skyrocket Assignment of Trademark#page1.tif source=Skyrocket Assignment of Trademark#page2.tif	

**ASSIGNMENT, GRANT OF SECURITY INTEREST IN AND MORTGAGE OF
UNITED STATES TRADEMARKS**

FOR GOOD AND VALUABLE CONSIDERATION, receipt and sufficiency of which are hereby acknowledged, SKYROCKET TOYS LLC ("Grantor"), having its chief executive office at 606 Venice Blvd., Suite D, Venice, California 90291, hereby assigns, grants and mortgages to WELLS FARGO BANK, NATIONAL ASSOCIATION, successor by merger to WELLS FARGO TRADE CAPITAL, LLC ("Grantee"), with offices at 333 South Grand Avenue, Suite 4150, Los Angeles, CA 90071, a collateral security interest in and a general lien upon, and a conditional assignment of the following (collectively referred to herein as the "Collateral"): (a) all of Grantor's right, title and interest in and to, and arising after the date hereof, the United States trademarks, trademark registrations and trademark applications (the "Trademarks") set forth on Schedule A attached hereto and as amended, supplemented or modified from time to time; (b) the goodwill of the business symbolized by each of the Trademarks; (c) in each case, together with all proceeds as set forth in the Agreement (as defined below); and (d) all causes of action arising prior to or after the date hereof for infringement of any of the Trademarks, claim of unfair competition and related causes of action regarding the same.

THIS ASSIGNMENT, GRANT OF SECURITY AGREEMENT IN AND MORTGAGE OF UNITED STATES TRADEMARKS (this "Assignment and Security Agreement") is entered into to secure the full and prompt performance and payment of all the Obligations of the Grantor, as such term is defined in the Intellectual Property Collateral Assignment and Security Agreement between the Grantor and the Grantee, dated as of July __, 2011 (as amended from time to time, the "Agreement"). Upon the occurrence of an Event of Default, as that term is defined in the Agreement, Grantee shall exercise its rights and remedies with respect to the Collateral. This Assignment and Security Agreement has been entered into in conjunction with the trademark collateral assignment and security interest granted to the Grantee under the Agreement, all terms and provisions of which are incorporated herein by reference. In the event that any provisions of this Assignment and Security Agreement are deemed to conflict with the Agreement, the provisions of the Agreement shall govern.

The Grantor has executed this Assignment and Security Agreement as of the date below.

SKYROCKET TOYS LLC

By: 

Name: Nelo Lucich

Title: Manager

By: 

Name: John Ardell

Title: Manager

Date: July 8, 2011

SCHEDULE A TO
ASSIGNMENT, GRANT OF SECURITY INTEREST IN
AND MORTGAGE OF UNITED STATES TRADEMARKS

MEON, Ser. No. 85122362

SKYROCKET, Ser. No. 77944180